

QUONSET DEVELOPMENT CORPORATION
MEETING OF BOARD OF DIRECTORS

May 17, 2016

PUBLIC SESSION MINUTES

A meeting of the Board of Directors of the Quonset Development Corporation (the “Corporation”) was held at 5:00 p.m. on Tuesday, May 17, 2016, at the offices of the Corporation located at 95 Cripe Street, North Kingstown, Rhode Island, pursuant to notice to all members of the Board of Directors and a public notice of the meeting as required by the By-Laws of the Corporation and applicable Rhode Island Law.

The following members constituting a quorum were present and participated throughout the meeting as indicated: Guy Asadorian, Jr., Shannon Brawley, Susan Leach DeBlasio, Carol H. Hueston, Scot A. Jones, John Justo, Kerry P. McKay, Stefan Pryor, and James Rugh. Absent were: Gregory A. Mancini, and Guillaume de Ramel. Also present were: Steven J. King, P.E., Managing Director; John R. Pariseault, Assistant Secretary; and Corporation’s staff and members of the public.

1. CALL TO ORDER:

The meeting was called to order at 5:10 p.m. by Chairman Pryor.

2. APPROVAL OF MINUTES:

A. Upon motion duly made by Mr. Jones and seconded by Ms. Hueston, the Board:

VOTED: To approve the Public Session and Executive Session Minutes of the April 19, 2016 meeting as presented.

Voting in favor were: Guy Asadorian, Jr., Shannon Brawley, Susan Leach DeBlasio, Carol H. Hueston, Scot A. Jones, John Justo, Kerry P. McKay and James Rugh.

Voting Against were: None.

Unanimously Approved.

3. STAFF REPORTS:

Mr. King reviewed the staff report with the Board of Directors.

4. COMMITTEE REPORTS:

There were no meetings of the Quonset Development Corporation committees.

5. APPROVAL OF LEASE AMENDMENT WITH RHODE ISLAND MOORING SERVICES, INC.:

Mr. King reviewed with the Board, the request by Rhode Island Mooring Services, Inc. (“RIMS”) to add four (4) additional five (5) year options to extend to their current 30 year lease. Mr. King explained RIMS has been in the park for 20 years and has invested over \$2.5 million dollars in their mooring and marina businesses. RIMS’s owner, Richard DeSalvo, is in the process of buying out a silent partner and would like to ensure future site control for improvements to the property and security of business. The current lease will expire on September 30, 2038 but will potentially be extended until 2058 with the approved extensions. The existing lease agreement presently involves a 15% rent increase every 5 years which will continue into the extended periods. The leased property includes 3 small buildings, a marina and 6.52 acres of land. Upon questioning, Mr. King advised that RIMS is solely responsible for property upkeep as part of the amendment, insurance provisions may be reviewed by the Corporation, the leasee has the right of assignment and the Corporation believes this is the best use of the property.

Upon motion duly made by Mr. Rugh and seconded by Ms. Hueston, the Board:

VOTED: The Corporation acting by and through its Chair, Vice-chair,

Managing Director or Finance Director, each of them acting alone (the “Authorized Officers”) is hereby authorized to enter into, execute and deliver a Lease Amendment to the Ground Lease with Rhode Island Mooring Services, Inc. to include (4) four new (5) five year option-periods in accordance with the Request for Board Authorization presented to the Board (the Lease amendment and related documents are referred to herein collectively as the “Agreements”).

VOTED: That each of the Authorized Officers, acting singularly and alone, be and each of them hereby is authorized, empowered and directed to effectuate the intent of the foregoing resolutions by executing, delivering and performing any and all modifications, renewals, confirmations and variations of the Agreements or as any of the Authorized Officers acting singularly and alone shall deem necessary, desirable and without further specific action by this Board, and empowered and directed to prepare or cause to be prepared and to execute, perform and deliver in the name and on behalf of the Corporation the Agreements and/or all related and ancillary agreements and documents in connection with the terms and conditions to be effectuated by the Agreements, including any and all agreements, contracts, certificates, licenses, assignments, and memorandums upon such terms and conditions and with such changes, additions, deletions, supplements and amendments thereto as the Authorized Officer executing or authorizing the use of the same and shall determine to be necessary, desirable and appropriate

and in the best interest of the Corporation.

VOTED: That in connection with any and/or all of the above resolutions, the taking of any action, the executed and delivery of any instrument, document or agreement by any of the Authorized Officers in connection with the implementation of any or all of the foregoing resolutions shall be conclusive of such Authorized Officer's determination that the same was necessary, desirable and appropriate and in the best interest of the Corporation.

Voting in favor were: Guy Asadorian, Jr., Shannon Brawley, Susan Leach DeBlasio, Carol H. Hueston, Scot A. Jones, John Justo, Kerry P. McKay and James Rugh.

Voting Against were: None.

Unanimously Approved.

5. PRESENTATION OF CORPORATE CAPITAL ASSETS:

Mr. King stated the purpose of the presentation was to educate the Board on the aspects and status of the Corporation's infrastructure assets. Mr. King explained the Corporation's Capital Infrastructure includes; water supply and distribution, wastewater collection and treatment, stormwater collection system, roadways and bridges, railroad infrastructure, waterfront and port infrastructure, buildings,

and public spaces including beaches and the bike path. Mr. King reviewed the water supply and wastewater treatment systems; the remaining infrastructure assets would be reviewed at later meetings.

6. MOTION TO ADJOURN TO EXECUTIVE SESSION:

Upon motion duly made by Mr. McKay and seconded by Ms. Hueston, the Board:

VOTED: To adjourn to Executive Session pursuant to subsection (6) (location of prospective businesses in Rhode Island) and subsection (7) (A matter related to the question of the investment of public funds where the premature disclosure would adversely affect the public interest) of Rhode Island General Laws, Section 42-46-5(a), the Open Meeting Law.

Voting in favor were: Guy Asadorian, Jr., Shannon Brawley, Susan Leach DeBlasio, Carol H. Hueston, Scot A. Jones, John Justo, Kerry P. McKay and James Rugh.

Voting Against were: None.

Unanimously Approved.

The meeting adjourned to Executive session at 5:41 p.m. The meeting reconvened in Public Session at 5:57 p.m.

7. VOTE TO MAINTAIN MINUTES OF EXECUTIVE SESSION CLOSED:

Upon motion duly made by Mr. Jones and seconded by Ms. Hueston, the Board:

VOTED: Pursuant to Section 42-46-4 and 42-46-5 of the General Laws, the minutes of the Executive Session shall not be made available to the public at the next regularly scheduled meeting of the Corporation because such disclosure may adversely impact ongoing negotiations or adversely affect the public interest.

Voting in favor were: Guy Asadorian, Jr., Shannon Brawley, Susan Leach DeBlasio, Carol H. Hueston, Scot A. Jones, John Justo, Kerry P. McKay and James Rugh.

Voting Against were: None.

Unanimously Approved.

8. ADJOURNMENT:

Upon motion duly made by Ms. Hueston and seconded by Mr. McKay, the meeting adjourned at 5:58 p.m.

Respectfully submitted:

By: _____

John R. Pariseault, Assistant Secretary